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IN THE SPECIFICATION

Please amend the specification as follows:

Please amend paragraph [0012] as follows:

[0012] A typical system for measuring phase noise according to the invention comprises a tuner 803 for tuning a signal from a device and converting the signal to a baseband signal and at least one analog-to-digital converter (ADC) 805 for capturing data from the baseband signal. A timing processor determines timing data from the captured data of the baseband signal and a carrier processor determines phase history data from the timing data in a conventional manner. Next, a line fitting processor determines a linear phase by fitting a straight line to the phase history data and a subtractor subtracts the linear phase from the phase history data to reveal the residual phase of the signal. The system can further employ a fast Fourier transform (FFT) processor for determining the phase noise spectrum from the residual phase from the subtractor and the phase noise spectrum can be scaled to dBc/KHz.

Please amend paragraph [0061] as follows:

[0061] A video distribution system used with the invention can also provide the modulation of signals at different power levels and advantageously for the signals to be non-coherent from each layer. In addition, independent modulation and coding of the signals may be performed. Backwards compatibility with legacy receivers, such as a quadrature phase shift keying (QPSK) receiver is enabled and new services are provided to new receivers. A typical new receiver [[of]] uses two demodulators and one remodulator (which can be combined in one or more processors). Such layered modulation systems are described in U.S. Patent Application Serial No. 09/844,401, filed April 27, 2001, by Ernest C. Chen, entitled "LAYERED MODULATION FOR DIGITAL SIGNALS," attorneys' docket number PD-200181 (109.0051-US-01) which is incorporated by reference herein.

Please amend paragraph [0072] as follows:

[0072] FIG. 8 is a block diagram of an exemplary apparatus 800 of the invention for measuring phase noise on line. The apparatus 800 performs the phase noise measurement directly from captured on line payload data. First, a data segment is captured from the LNB 802 intermediate frequency (IF) signal in data capture system 804. For example, on the order of 16K symbols can be captured [[form]] from the IF range of approximately 950 MHz to 1,450 MHz. The data capture system 804 comprises a tuner 803 and an analog-to-digital converters (ADCs) 805 for each of the in-phase (I) and quadrature (Q) components of the signal. The tuner of the data capture system 804 translates the IF signal to the baseband before the I/Q ADCs. The tuner 803 should have a phase noise specification such that any phase noise introduced by the tuner 803 should be insignificant compared with that of the DUT 802 over the frequency range of interest. The length of the captured data is determined by the lowest frequency of interest for the test, e.g. 1 KHz. In one exemplary embodiment, the tuner 803 has a bandwidth of 24 MHz and the ADCs each produce 12 bit data for the I and Q signal components at 50 MHz.